

**Hearing Date and Time: November 18, 2009 at 10:00 a.m. (prevailing Eastern time)**

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Attorneys for AOL LLC

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

In re:	)	
	)	Chapter 11
Delphi Corporation, et al.,	)	
	)	Case No. 05-44481 (RDD)
Debtor.	)	(Jointly Administered)
	)	

**RESPONSE OF AOL LLC TO REORGANIZED DEBTORS'  
THIRTY-SEVENTH OMNIBUS OBJECTION PURSUANT TO 11 U.S.C. § 503(B)  
AND FED. R. BANKR. P. 3007 TO EXPUNGE CERTAIN (I) PREPETITION CLAIMS,  
(II) EQUITY INTERESTS, (III) BOOKS AND RECORDS CLAIMS,  
(IV) UNTIMELY CLAIMS, (V) PAID SEVERANCE CLAIM, (VI) PENSION, BENEFIT,  
AND OPEB CLAIMS, AND (VII) DUPLICATE CLAIMS**

AOL LLC ("AOL") submits this response to the Thirty-Seventh Omnibus Objection  
Pursuant to 11 U.S.C. § 503(b) and Fed. R. Bankr. P. 3007 to Expunge Certain (I) Prepetition  
Claims, (II) Equity Interests, (III) Books and Records Claims, (IV) Untimely Claims, (V) Paid

Severance Claims, (VI) Pension, Benefit, and OPEB Claims, and (VII) Duplicate Claims (the “Objection”) of Reorganized Debtors DPH Holdings Corp., *et al.* (“Debtors”).

### **INTRODUCTION**

1. On July 15, 2009, AOL timely filed its administrative expense claim (Claim No. 18609) (the “Claim”) in the amount of \$560,911.50 (the “Claimed Amount”) for services rendered postpetition to the Debtors’ employees and retirees pursuant to that certain Confidential Partner Marketing Agreement between AOL and Delphi Automotive Systems LLC dated May 5, 2005 (the “Agreement”).<sup>1</sup> See Exhibit 1 (as-filed copy of the Claim); see also Exhibit 2 (copies of invoices). The Debtors have denied that **any** amount is due to AOL, purportedly on the grounds that the Claim “assert[s] dollar amounts or liabilities that are not owing pursuant to the Reorganized Debtors’ books and records.” Objection at 7.

2. The Debtors’ Objection must be denied and the Claim should be allowed in the Claimed Amount. Under the Agreement, AOL agreed to provide—and did provide—internet services to the Debtors’ employees (each a “Participant”) for a monthly fee that was discounted relative to AOL’s published rates. In exchange, the Debtors agreed, *inter alia*, to pay AOL the majority of each Participants’ monthly fee (the “Delphi Portion”). The Claimed Amount represents the Delphi Portion for each Participant that came due between the Petition Date<sup>2</sup> and December 31, 2007, when the Agreement expired according to its terms (the “Administrative Period”).

3. The Agreement states that AOL shall invoice Delphi monthly for amounts due, and Delphi was obligated to make all payments required in immediately available funds.

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<sup>1</sup> Due to the confidential nature of the Agreement, a copy is not attached to this Response. While AOL believes that the Agreement is within the Debtors’ possession, custody or control, AOL has also provided a copy of the Agreement to Debtors’ counsel, contemporaneously with service of this Response.

<sup>2</sup> Capitalized terms not defined herein have the meanings ascribed to them in the Motion.

Agreement at 1.4.2(c). In fact, AOL invoiced Delphi monthly for amounts due during the Administrative Period. Delphi paid AOL during the Administrative Period until on or about April 2006.

4. Among other things, the Agreement placed the obligation to verify and update employment status squarely on the Debtors. Agreement at 1.4.3.b.

5. Although the Agreement obligated the Debtors to verify employment status and to notify AOL of any changes in such status, in or about February 2007, the Debtors asked AOL to provide any documentation that AOL had relative to such employment status. In response, AOL provided the Debtors with the names and other identifying information for Participants, to the extent that AOL had such information. Thereafter, the Debtors responded that some of these individuals ceased to be employed by the Debtors prior to December 31, 2007. However, the Debtors have provided no evidence of this assertion. More importantly, the Agreement unequivocally imposed on the Debtors the burden of verifying Participants' employment status. The Court should not permit the Debtors to escape the consequences of their own apparent breach of the Agreement and thereby leave AOL unpaid for services validly provided in accordance with the Agreement during the pendency of this Case.

### **ARGUMENT**

#### **THE BENEFIT WHICH AOL PROVIDED TO DEBTORS UNDER THE AGREEMENT WAS AN ACTUAL, NECESSARY COST OF PRESERVING THE ESTATE**

##### **A. Indisputably, the Program Benefited the Estate to the Extent Active Employees Participated in it.**

6. Section 503(b)(1) of the Bankruptcy Code mandates allowance, as administrative expenses, "the actual, necessary costs and expenses of preserving the estate." "If the debtor-in-possession elects to continue to receive benefits from the other party to an executory contract pending a decision to reject or assume the contract, the debtor-in-possession is obligated to pay

for the reasonable value of those services. . . .” NLRB v. Bildisco & Bildisco, 465 U.S. 513, 531 (1984).

7. Although the Objection claims that the Debtors have **no** liability for the Claim and that it should be denied in its **entirety**, in reality there can be no dispute that the Debtors received the full benefit of services AOL provided to the Participants pursuant to the Agreement. In In re Mirant Corp., the United States Court of Appeals for the Fifth Circuit described an argument that was nearly identical to the Debtors’ – i.e., that the Debtors have **no** obligation to perform under the Agreement – as “contrary to the universally accepted rule that a trustee or debtor cannot accept the benefits of an executory contract without accepting the burdens as well.” In re Mirant Corp., 197 Fed. Appx. 285, 294-95 (5th Cir. 2006) (internal marks omitted).

8. The Debtors unambiguously agreed to pay the Delphi Portion for each Participant. The Debtors concluded postpetition, as they had prepetition, that it benefited their operations to offer discounted AOL service as an employee benefit. The Objection does not allege otherwise.

**B. To the Extent that AOL Billed the Debtors for the Delphi Portion Relating to Former Employees’ Accounts, the Debtors Had Elected to Continue Receiving the Benefit Represented by Such Accounts.**

9. The United States Supreme Court has stated, “If the debtor-in-possession elects to continue to receive benefits from the other party to an executory contract pending a decision to reject or assume the contract, the debtor-in-possession is obligated to pay for the reasonable value of those services, which, depending on the circumstances of a particular contract, may be what is specified in the contract.” NLRB v. Bildisco & Bildisco, 465 U.S. 513, 531 (1984).

10. Even if one assumes, arguendo, that AOL billed the Debtors for services provided to former employees, it was the Debtors’ obligation to update and verify such employment status—not AOL’s. The Debtors elected to receive benefits for the former employees. As

recited above, under the Agreement, the Debtors bore full responsibility for providing the names of eligible Participants to AOL. By not removing the former employees' names from the list of eligible Participants, the Debtors effectively elected to continue receiving benefits from AOL on behalf of those former employees. The Debtors cannot now complain that it did not benefit the estate for AOL to provide services to individuals to whom the Debtors told AOL to provide services. Indeed, had Delphi fulfilled its contractual obligation to verify employment status, AOL would have had the option to cease providing such services or to bill such former employee directly.

**C. To the Extent the Objection Seeks to Reduce, Rather than Eliminate AOL's Claim, the Debtors Have Not and Cannot Overcome the Presumption that the Amount of the Delphi Portion Represented the Reasonable Value of the Services Provided to the Debtors.**

11. The Delphi Portion of each Participant's monthly fee was the reasonable value of the services rendered to the Debtors. "The contract rate is presumed to set the reasonable value, but either party may offer evidence to prove a different reasonable value." In re Patient Educ. Media, Inc., 221 B.R. 97, 104 (Bankr. S.D.N.Y. 1998). The facts surrounding the Agreement do not give the Court reason to discount the presumption in favor of the contract rate. Cf., e.g., In re FBI Distrib. Corp., 330 F.3d 36 (1st Cir. 2003) (finding executive's employment agreement did not necessarily determine reasonable value of services); In re Am. Plumbing & Mech., Inc., 323 B.R. 442 (Bankr. W.D. Tex. 2005) (same for payment of employee bonus); In re AppliedTheory Corp., 312 B.R. 225 (Bankr. S.D.N.Y. 2004) (same for executive compensation contract which provided for "golden parachute"). The contract rate – the Delphi Portion – should control here.<sup>3</sup>

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<sup>3</sup> The Objection does not allege otherwise. The Objection indicates that Debtors' books and records do not even "reflect the existence of the asserted Claim." Objection at 7. As this statement is the only stated basis for the objection to AOL's Claim, the Court should not consider any argument by Debtors that the Delphi Portion exceeds the reasonable value of the Services.

12. AOL reserves the right to supplement this response at any time and to respond to any future objections filed by the Debtors or any other party on any ground whatsoever, whether substantive or procedural.

### **CONCLUSION**

13. The Debtors required AOL to continue performing under the Agreement. Had AOL cut off service to the Participants, the Debtors would have had grounds to allege a breach of the Agreement and a violation of the automatic stay. While some Participants allegedly ceased working for the Debtors before the Agreement expired, the Debtors effectively asked AOL to continue providing services to those former employees by failing to verify or update employment status as the Debtors were obligated to do under the Agreement. Under Section 503 of the Bankruptcy Code, AOL is entitled to the reasonable value of the services performed pursuant to the Agreement. The Agreement presumptively establishes the reasonable value as the contract rate, namely, the Delphi Portion for each Participant.

14. Therefore, AOL respectfully requests that the Court enter an order (i) denying the objection and allowing AOL's Administrative Claim in the amount of \$560,911.50, and (ii) granting such other and further relief as the Court deems just and proper.

Dated: November 11, 2009  
New York, New York

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PEASE LLP  
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Respectfully submitted,  
KIRKLAND & ELLIS LLP  
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**Exhibit 1**

<b>United States Bankruptcy Court</b> Southern District of New York Delphi Corporation et al. Claims Processing c/o Kurtzman Carson Consultants LLC, 2335 Alaska Avenue El Segundo, California 90245		<b>Administrative Expense Claim Form</b>	
Debtor against which claim is asserted : <b>05-44640</b> Delphi Corporation, et al. 05-44481		Case Name and Number In re Delphi Corporation, et al. 05-44481 Chapter 11, Jointly Administered	
NOTE: This form should not be used to make a claim in connection with a request for payment for goods or services provided to the Debtors prior to the commencement of the case. This Administrative Expense Claim Form is to be used solely in connection with a request for payment of an administrative expense arising after commencement of the case but prior to June 1, 2009, pursuant to 11 U.S.C. § 503.			
Name of Creditor <i>(The person or other entity to whom the debtor owes money or property)</i>  <b>AOL LLC</b>  Name and Address Where Notices Should be Sent <b>Tiffany Strelow Cobb, Esq.</b> <b>Vorys, Sater, Seymour and Pease LLP</b> <b>52 East Gay St., Columbus, OH 43215</b> Telephone No. <b>(614) 464-8322</b>		<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars. <input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case. <input type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the court.	
ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR: <b>Delphi</b>		Check here if this claim <input type="checkbox"/> replaces <input type="checkbox"/> amends a previously filed claim, dated: _____	
<b>1. BASIS FOR CLAIM</b> <input type="checkbox"/> Goods sold <input checked="" type="checkbox"/> Services performed <input type="checkbox"/> Money loaned <input type="checkbox"/> Personal injury/wrongful death <input type="checkbox"/> Taxes <input type="checkbox"/> Other (Describe briefly)		<input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. § 1114(a) <input type="checkbox"/> Wages, salaries, and compensation (Fill out below) Your social security number _____ Unpaid compensation for services performed from _____ (date) to _____ (date)	
<b>2. DATE DEBT WAS INCURRED</b> <b>Various Post-Petition Services</b>		<b>3. IF COURT JUDGMENT, DATE OBTAINED:</b>	
<b>4. TOTAL AMOUNT OF ADMINISTRATIVE CLAIM: \$ 560,911.50</b> <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all additional charges.			
<b>5. Brief Description of Claim (attach any additional information):</b> Partner Marketing Agreement dated on or about June 22, 2001 as amended from time to time.			
<b>6. CREDITS AND SETOFFS:</b> The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim. In filing this claim, claimant has deducted all amounts that claimant owes to debtor.		THIS SPACE IS FOR COURT USE ONLY  <div style="border: 1px solid black; padding: 10px; width: 100px; margin: 0 auto;"> <b>RECEIVED</b>  <b>JUL 14 2009</b>  <b>KURTZMAN CARSON CONSULTANTS</b> </div>	
<b>7. SUPPORTING DOCUMENTS:</b> Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, or evidence of security interests. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary. Any attachment must be 8-1/2" by 11".			
<b>8. DATE-STAMPED COPY:</b> To receive an acknowledgement of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.			
Date  <b>7/9/09</b>	Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any) <b>Tiffany Strelow Cobb, Attorneys for Claimant</b>		

COPY

THIS SPACE IS FOR  
COURT USE ONLY

THIS SPACE IS FOR  
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# VORYS

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Legal Counsel

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Cindy D. Fricke, Advanced Certified Paralegal-Bankruptcy/Discovery  
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E-Mail - [edfricke@vorys.com](mailto:edfricke@vorys.com)

July 13, 2009

**Via Overnight Mail**

Delphi Claims Processing Center  
c/o Kurtzman Carson Consultants  
2335 Alaska Avenue  
El Segundo, CA 90245

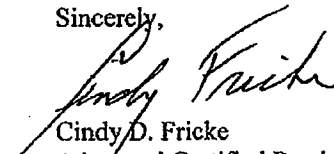
Re: Delphi Corporation, et al., case number 05-44481  
Delphi Automotive Systems, case number 05-44480  
Administrative Proof of Claim

Dear Claims Agent:

Enclosed please find the original and two copies of an administrative proof of claim to be filed in the above referenced case pursuant to the Supplemental Modifications Procedures Order. Please file the original with the papers in case and return at least one date/stamped copy to our office in the enclosed self-addressed stamped envelope.

Let me know if you have questions.

Sincerely,

  
Cindy D. Fricke  
Advanced Certified Paralegal ~  
Bankruptcy/Discovery

Enclosures

Columbus | Washington | Cleveland | Cincinnati | Alexandria | Akron | Houston

07/13/2009 Columbus 10670030

**ADMINISTRATIVE PROOF OF CLAIM AND REQUEST FOR PAYMENT OF  
AOL LLC F/K/A AMERICA ONLINE, INC. FOR AND ON  
BEHALF OF ITSELF AND RELATED PARTIES**

1. AOL LLC formerly known as America Online, Inc. ("AOL" together with its affiliates and subsidiaries) ("Claimant") is a creditor in the case of Delphi Automotive Systems LLC ("Debtor"), Case No. 05-44640, and by and through its undersigned attorneys, hereby and with the accompanying bankruptcy form sets forth its Administrative Proof of Claim (the "Administrative Proof of Claim") on behalf of Claimant.

2. Claimant expressly reserves the right to amend, modify and/or supplement this Administrative Proof of Claim at any time for whatever reason, including, without limitation, for the purpose of filing additional claims and requests for payment. By virtue of the filing of the Administrative Proof of Claim, Claimant does not waive, and hereby expressly reserves, its right to pursue claims and requests for payment, including but not limited to, the claims and requests for payment described herein against the Debtor based upon alternative legal theories.

3. By virtue of filing the Administrative Proof of Claim, Claimant does not, and the Administrative Proof of Claim shall not be deemed, consent to the jurisdiction of this Court to hear any proceeding, motion or other matter related to the Administrative Proof of Claim or any other rights of Claimant apart from the Administrative Proof of Claim.

4. Debtor is indebted and liable to the Claimant by reason of or under a certain Partner Marketing Agreement between America Online, Inc. and Debtor dated June 21, 2001, as amended from time to time (the "Agreement").

5. The Agreement contains confidential and sensitive information respecting Claimant's business and, upon information and belief, also contains confidential and sensitive information respecting Debtor's business. To preserve the confidentiality of such information and avoid the harms to the Debtor and Claimant that would attend public disclosure of the Agreement, the Agreement is not attached hereto. Claimant presumes that Debtor, as counterparty to the Agreement, is in possession of its own copy and is familiar with its terms. If Debtor or other parties do not have a copy of the Agreement and require it to carry out its statutory duty in this bankruptcy proceeding, then Claimant is amenable to providing such parties with the Agreement upon request and upon implementation of acceptable procedures and agreement designed to protect the confidentiality of the Agreement.

6. Without limiting the generality of the foregoing claims and requests for payment, Debtor is obligated to Claimant with respect to unpaid post-petition amounts under the Agreement in the amount of at least \$560,911.50. A claim summary is attached hereto as Exhibit A.

7. To the extent that the Debtor asserts claims against Claimant of any kind, Claimant reserves the right to assert that such claims by the Debtor are subject to rights of setoff and/or recoupment (the "Setoff Rights") which rights are treated as secured claims under the United States Bankruptcy Code, 11 U.S.C. § 101 et seq. (the "Bankruptcy Code").

8. Except as expressly described hereinabove, no judgment has been rendered on the claims.

9. The amount of all payments on the claims has been credited and deducted for the purpose of making this Administrative Proof of Claim.

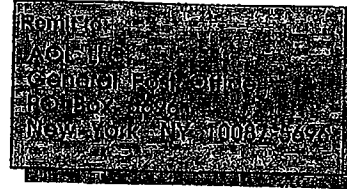
10. The claims and requests for payment described in the preceding paragraphs are filed only to preserve any and all rights and entitlements Claimant may have, as hereinabove asserted, and nothing set forth herein shall be construed as an admission that any valid claims or causes of action exist against Claimant.



**Exhibit 2**



**INVOICE**  
For Billing Inquiries 877-265-0823  
Email SSCsupport@corp.aol.com  
Tax ID# 20-4268793



DELPHI  
ATTN: KEVIN FINAN IT PURCHASING  
MAIL CODE 480-405-232  
5820 DELPHI DRIVE  
TROY MI 48098

Invoice Number 200116  
Invoice Date 02/18/2008  
Contract Number 200116

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LESS PRIOR MONTHS CANCELS: (296)		
CURRENT MONTHS REGISTRATIONS: 52		
24,357 @ 4.25		
BR041806 WG IBB		
NET AMOUNT:		103,517.25
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INVOICE TOTALS PAYABLE IN USD		103,517.25



Please detach here and return this portion with your payment.

DELPHI  
ATTN: KEVIN FINAN IT PURCHASING  
MAIL CODE 480-405-232  
5820 DELPHI DRIVE  
TROY MI 48098

Customer ID 000015527 AR Cat: 8002

AOL LLC  
General Post Office  
PO Box 5696  
New York, NY 10087-5696

Contract Number 200116  
Invoice Number 200116  
Invoice Date 02/18/2008  
Total Amount Due 103,517.25

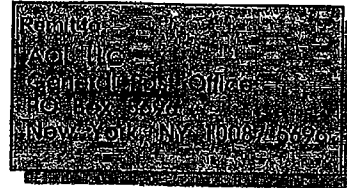
EXHIBIT

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**INVOICE**  
For Billing Inquiries 877-265-0823  
Email SSCsupport@corp.aol.com  
Tax ID# 20-4268793



DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY MI 48098

Invoice Number 217153  
Invoice Date 02/22/2007  
Contract Number 10

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INVOICE TOTALS - PAYABLE IN US\$		91,460.00



Please detach here and return this portion with your payment.

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5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY MI 48098

Customer ID 000015527 AR Cat: 8002

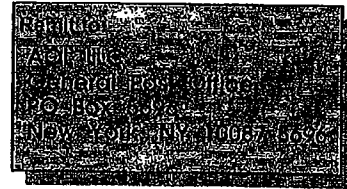
AOL LLC  
General Post Office  
PO Box 5696  
New York, NY 10087-5696

Contract Number 10  
Invoice Number 217153  
Invoice Date 02/22/2007  
Total Amount Due 91,460.00





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Email SSCsupport@corp.aol.com  
Tax ID# 20-4268793



DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY

MI 48098

Invoice Number

225240

Invoice Date

06/20/2007

Contract Number

062007

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Please detach here and return this portion with your payment.

DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY

MI 48098

Customer ID: 000015527

AR Cat: 8002

AOL LLC  
General Post Office  
PO Box 5696  
New York, NY 10087-5696

Contract Number

062007

Invoice Number

225240

Invoice Date

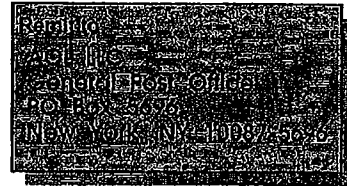
06/20/2007

Total Amount Due

43,452.00



**INVOICE**  
For Billing Inquiries 877-265-0823  
Email SSCsupport@corp.aol.com  
Tax ID# 20-4268793



DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY MI 48098

Invoice Number 225215  
Invoice Date 06/26/2007  
Contract Number 201

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INVOICE TOTALS PAYABLE IN USD		44,846.00



Please detach here and return this portion with your payment.

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ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY MI 48098

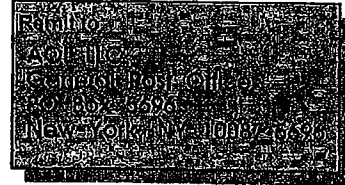
Customer ID 000015527 AR Cat: 8002

AOL LLC  
General Post Office  
PO Box 5696  
New York, NY 10087-5696

Contract Number 201  
Invoice Number 225215  
Invoice Date 06/26/2007  
Total Amount Due 44,846.00



**INVOICE**  
For Billing Inquiries 877-265-0823  
Email SSCsupport@corp.aol.com  
Tax ID# 20-4268793



DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY MI 48098

Invoice Number	225220
Invoice Date	06/20/2007
Contract Number	10

Customer ID	Payment Terms	PAGE: 1
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Description	Amount	
=====	=====	
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INVOICE TOTALS - PAYABLE IN USD	46,979.50	



Please detach here and return this portion with your payment.

DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY MI 48098

Customer ID 000015527 AR Cat: 8002

AOL LLC  
General Post Office  
PO Box 5696  
New York, NY 10087-5696

Contract Number	10
Invoice Number	225220
Invoice Date	06/20/2007
Total Amount Due	46,979.50



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Tax ID# 20-4268793



DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY

MI 48098

Invoice Number 228242  
Invoice Date 06/20/2007  
Contract Number 0

Customer ID	Payment Terms	PAGE: 1
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Description		Amount
=====		
GROSS AMOUNT:		48,671.00
-----		
AOL Accounts Invoice Covers: Feb1 20:00 AM - Mar1 9:59:59AM Prior Months Active Accounts 12,628 Less Prior Month Cancels (1470) Current Months Registrations 294 Total Active Accounts : 11,452 @ \$4.25 \$48671.00 CSR 062007 RS **** DO NOT MAIL**** NET AMOUNT:		48,671.00
INVOICE TOTALS PAYABLE IN USD		48,671.00



Please detach here and return this portion with your payment.

DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY

MI 48098

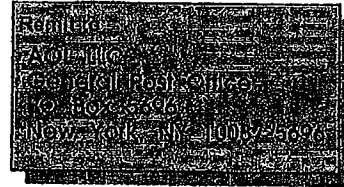
Customer ID 000015527 AR Cat: 8002

AOL LLC  
General Post Office  
PO Box 5696  
New York, NY 10087-5696

Contract Number  
Invoice Number 228242  
Invoice Date 06/20/2007  
Total Amount Due 48,671.00



**INVOICE**  
For Billing Inquiries 877-265-0823  
Email SSCsupport@corp.aol.com  
Tax ID# 20-4268793



DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY

MI 48098

Invoice Number

22806

Invoice Date

07/10/2002

Contract Number

20-4268793

Customer ID	Payment Terms	PAGE: 1
000015527	NET 30	
Description		Amount
GROSS AMOUNT:		41,033.75
AOL Accounts: Prior Months Accounts Active as of bill cycle Date 10,224 Less Prior Months Cancels as of bill cycle Date (605) Current Months Registrations as of bill cycle Date 36 Total Active Account as of bill cycle date 9655 @ \$4.25 Total: \$41033.75 CSR 070907 RS		
NET AMOUNT:		41,033.75
INVOICE TOTALS PAYABLE IN USD		41,033.75



Please detach here and return this portion with your payment.

DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY

MI 48098

Customer ID000015527 AR Cat: 8002

AOL LLC  
General Post Office  
PO Box 5696  
New York, NY 10087-5696

Contract Number

20-4268793

Invoice Number

22806

Invoice Date

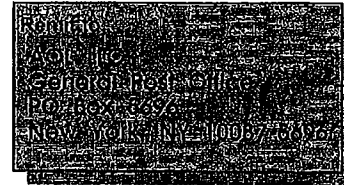
07/10/2002

Total Amount Due

41,033.75



**INVOICE**  
For Billing Inquiries 877-265-0823  
Email SSCsupport@corp.aol.com  
Tax ID# 20-4268793



DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY

MI 48098

Invoice Number

Invoice Date

Contract Number

Customer ID	Payment Terms	PAGE: 1
000015527	NET 30	
Description		Amount
=====		
GROSS AMOUNT:		38,551.75
-----		
AOL Accounts Prior Months Accounts Active as of Bill Cycle Date 9655.00, Less Prior Months Cancels as of Bill Cycle Date (595.00), Current Months Registrations as of Bill Cycle Date 11.00 Total Accounts Active as of Bill Cycle Date 9071.00 @ \$4.25 Payment Due for Active Accounts to AOL \$38551.75 CSR 081407 RS		
NET AMOUNT:		38,551.75
=====		
INVOICE TOTALS PAYABLE IN USD		38,551.75



Please detach here and return this portion with your payment.

DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY

MI 48098

Customer ID 000015527

AR Cat: 8002

AOL LLC  
General Post Office  
PO Box 5696  
New York, NY 10087-5696

Contract Number

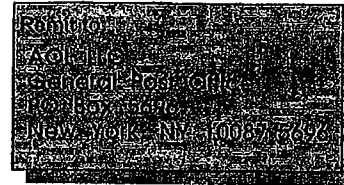
Invoice Number

Invoice Date

Total Amount Due



**INVOICE**  
For Billing Inquiries 877-265-0823  
Email SSCsupport@corp.aol.com  
Tax ID# 20-4268793



DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY

MI 48098

Invoice Number 001898  
Invoice Date 09/18/2007  
Contract Number 01

Customer ID	Payment Terms	PAGE: 1
000015527	NET 30	
Description		Amount
=====		
GROSS AMOUNT:		37,204.50
-----		
AOL Accounts Invoice Covers: Aug 1 10:00AM -Sep 1 9:59:59AM Prior Months Accounts Active - 9,071 Less Prior Months Cancels - (352) Current Months Registrations - 35 Total Accounts Active - 8,754 Payment Due for Active Accounts to AOL 8,754 accounts @ \$4.25 for \$37,204.50 CSR 091807 JS		
NET AMOUNT:		37,204.50
=====		
INVOICE TOTALS PAYABLE IN USD		\$37,204.50



Please detach here and return this portion with your payment.

DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY

MI 48098

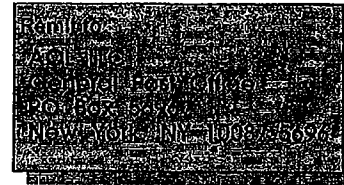
Customer ID 000015527 AR Cat: 8002

AOL LLC  
General Post Office  
PO Box 5696  
New York, NY 10087-5696

Contract Number 01  
Invoice Number 001898  
Invoice Date 09/18/2007  
Total Amount Due \$37,204.50



**INVOICE**  
For Billing Inquiries 877-265-0823  
Email SSCsupport@corp.aol.com  
Tax ID# 20-4268793



DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY MI 48098

Invoice Number [REDACTED]  
Invoice Date [REDACTED]  
Contract Number [REDACTED]

Customer ID	Payment Terms	PAGE: 1
000015527	NET 30	
Description		Amount
=====		
GROSS AMOUNT:		35,368.50
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AOL Accounts Invoice Covers: Sep 1 10:00 AM - Oct 1 9:59 AM Prior Months Accounts Active 8,754 Less Prior Months Cancels (450) Current Months Registrations 18 Total Accounts Active as of Bill Cycle Date 8,322 @ \$4.25 Payment Due for Active Accounts to AOL \$35,368.50 BR 110207 JS DELPHI		
NET AMOUNT:		35,368.50
-----		
INVOICE TOTALS PAYABLE IN USD		35,368.50



Please detach here and return this portion with your payment.

DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY MI 48098

Customer ID 000015527 AR Cat: 8002

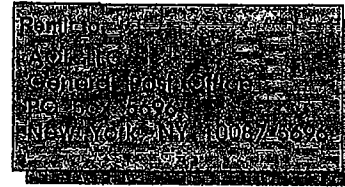
AOL LLC  
General Post Office  
PO Box 5696  
New York, NY 10087-5696

Contract Number [REDACTED]  
Invoice Number [REDACTED]  
Invoice Date [REDACTED]  
Total Amount Due [REDACTED]





For Billing Inquiries 877-265-0823  
Email SSCsupport@corp.aol.com  
Tax ID# 20-4268793



DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY

MI 48098

Invoice Number

21000

Invoice Date

01/11/2009

Contract Number

0

Customer ID	Payment Terms	PAGE: 1
000015527	NET 30	
Description		Amount
GROSS AMOUNT:		31,982.00
AOL Accounts Invoice Covers: Nov 1 10:00 AM- Dec 1 9:59:59AM as of Bill Cycle Prior Months Accounts Active - 7,963 Less Prior Months Cancels - (471) Current Months Registrations 12 Total Accounts Active - 7,504 @ \$4.25 Payment Due for Active Accounts - \$31,892.00 DELPHI 11708 JS IBB NET AMOUNT:		31,982.00
INVOICE TOTALS - PAYABLE IN USD		31,982.00



Please detach here and return this portion with your payment.

DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY

MI 48098

Customer ID 000015527

AR Cat: 8002

AOL LLC  
General Post Office  
PO Box 5696  
New York, NY 10087-5696

Contract Number

0

Invoice Number

21000

Invoice Date

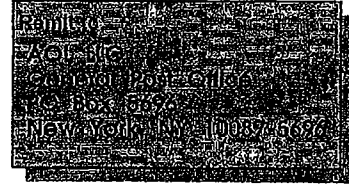
01/11/2009

Total Amount Due

31,982.00



**INVOICE**  
For Billing Inquiries 877-265-0823  
Email SSCsupport@corp.aol.com  
Tax ID# 20-4268793



DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY

MI 48098

Invoice Number

241006

Invoice Date

01/17/2006

Contract Number

0

Customer ID	Payment Terms	PAGE: 1
000015527	NET 30	
Description		Amount
=====		
GROSS AMOUNT:		33,842.75
-----		
Invoice Covers: Oct 1 10:00 AM- Nov 1 9:59:59AM		
AOL Accounts		
as of Bill Cycle Date		
Prior Months Accounts Active - 8,322		
Less Prior Months Cancels - (397)		
Current Months Registrations - 38		
Total Accounts Active - 7,963 @ \$4.25		
Payment Due for Active Accounts - \$33,842.75		
DELPHI 11708 JS IBB		
NET AMOUNT:		33,842.75
=====		
INVOICE TOTALS PAYABLE DUE		33,842.75



Please detach here and return this portion with your payment.

DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY

MI 48098

Customer ID 000015527

AR Cat: 8002

AOL LLC  
General Post Office  
PO Box 5696  
New York, NY 10087-5696

Contract Number

0

Invoice Number

241006

Invoice Date

01/17/2006

Total Amount Due

33,842.75



For Billing Inquiries 877-265-0823  
Email SSCsupport@corp.aol.com  
Tax ID# 20-4268793



DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY

MI 48098

Invoice Number

Invoice Date

Contract Number

Customer ID	Payment Terms	PAGE: 1
000015527	NET 30	
Description		Amount
=====		=====
GROSS AMOUNT:		30,098.50
-----		-----
Invoice Covers: Dec 1 10:00 AM- Jan 1 9:59:59AM		
AOL Accounts		
as of Bill Cycle Date		
Prior Months Accounts Active - 7,504		
Less Prior Months Cancels - (470)		
Current Months Registrations - 48		
Total Accounts Active - 7,082 @ \$4.25		
DELPHI 012808 JS MISC		
NET AMOUNT:		30,098.50
-----		-----
INVOICE TOTALS PAYABLE IN USD		30,098.50



Please detach here and return this portion with your payment.

DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY

MI 48098

Customer ID 000015527 AR Cat: 8002

AOL LLC  
General Post Office  
PO Box 5696  
New York, NY 10087-5696

Contract Number

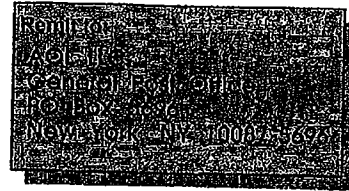
Invoice Number

Invoice Date

Total Amount Due



**INVOICE**  
For Billing Inquiries 877-265-0823  
Email SSCsupport@corp.aol.com  
Tax ID# 20-4268793



DELPHI  
ATTN: KEVIN FINAN IT PURCHASING  
MAIL CODE 480-405-232  
5820 DELPHI DRIVE  
TROY MI 48098

Invoice Number 21200116  
Invoice Date 02/11/2006  
Contract Number 10351725

Customer ID	Payment Terms	PAGE: 1
000015527	NET 90	
Description		Amount
GROSS AMOUNT:		103,517.25
AOL ACCOUNTS INVOICE COVERS: MAR 1 10:00AM - APR 1 9:59AM PRIOR MONTHS ACTIVE ACCOUNTS: 24,601 LESS PRIOR MONTHS CANCELS: (296) CURRENT MONTHS REGISTRATIONS: 52 24,357 @ 4.25 BR041806 WG IBB NET AMOUNT:		103,517.25
INVOICE TOTALS PAYABLE IN US\$:		103,517.25



Please detach here and return this portion with your payment.

DELPHI  
ATTN: KEVIN FINAN IT PURCHASING  
MAIL CODE 480-405-232  
5820 DELPHI DRIVE  
TROY MI 48098

Customer ID000015527 AR Cat: 8002

AOL LLC  
General Post Office  
PO Box 5696  
New York, NY 10087-5696

Contract Number  
Invoice Number  
Invoice Date  
Total Amount Due

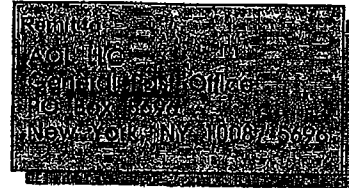
EXHIBIT

tabbles

2



**INVOICE**  
For Billing Inquiries 877-265-0823  
Email SSCsupport@corp.aol.com  
Tax ID# 20-4268793



DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY MI 48098

Invoice Number 217763  
Invoice Date 02/22/2007  
Contract Number 0

Customer ID	Payment Terms	PAGE: 1
000015527	NET 90	
Description		Amount
=====		
GROSS AMOUNT:		91,460.00
-----		
AOL ACCOUNTS INVOICE COVERS: JAN 1 10:00AM-FEB 1 9:59AM PRIOR MONTHS ACTIVE ACCOUNTS 21,656 LESS PRIOR MONTHS CANCELS (143) CURRENT MONTHS REGISTRATIONS 7 TOTAL ACTIVE ACCOUNTS 21,520 BR022207 WG		
NET AMOUNT:		91,460.00
=====		
INVOICE TOTALS - PAYABLE IN US\$		91,460.00



Please detach here and return this portion with your payment.

DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY MI 48098

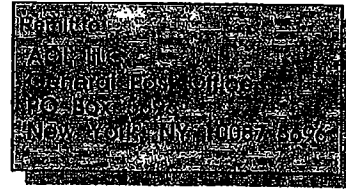
Customer ID 0000015527 AR Cat: 8002

AOL LLC  
General Post Office  
PO Box 5696  
New York, NY 10087-5696

Contract Number 0  
Invoice Number 217763  
Invoice Date 02/22/2007  
Total Amount Due 91,460.00



**INVOICE**  
For Billing Inquiries 877-265-0823  
Email SSCsupport@corp.aol.com  
Tax ID# 20-4268793



DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY

MI 48098

Invoice Number

Invoice Date

Contract Number

Customer ID	Payment Terms	PAGE: 1
000015527	NET 30	
Description		Amount
=====		=====
GROSS AMOUNT:		43,452.00
-----		-----
AOL Accounts Invoice Covers: May 1 10:00AM- Jun 1 9:59:59AM Prior Months Active Accounts 10,552 Less Prior Months Cancels (401) Current Months Registrations 73 Total Active Accounts : 10,224 @ 4.25 \$43,452.00 CSR 062007 RS ***DO NOT MAIL***		
NET AMOUNT:		43,452.00
-----		-----
INVOICE TOTALS - PAYABLE IN USD		43,452.00



Please detach here and return this portion with your payment.

DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY

MI 48098

Customer ID 000015527 AR Cat: 8002

AOL LLC  
General Post Office  
PO Box 5696  
New York, NY 10087-5696

Contract Number

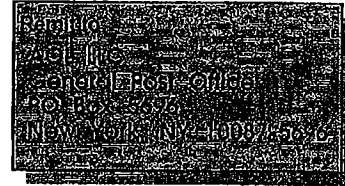
Invoice Number

Invoice Date

Total Amount Due



**INVOICE**  
For Billing Inquiries 877-265-0823  
Email SSCsupport@corp.aol.com  
Tax ID# 20-4268793



DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY

MI 48098

Invoice Number 225243  
Invoice Date 06/20/2007  
Contract Number 001

Customer ID	Payment Terms	PAGE: 1
000015527	NET 30	
Description		Amount
=====		
GROSS AMOUNT:		44,846.00
AOL Accounts Invoice Covers: Apr 1 10:00AM - May 1 9:59:59AM Prior Months Active Accounts 11,054 Less Prior Months Cancels (612) Current Months Registrations 110 Total Active Accounts 10,552 @ 4.25 \$44846.00 CSR 062007 RS ***DO NOT MAIL***		
NET AMOUNT:		44,846.00
=====		
INVOICE TOTALS PAYABLE IN USD		44,846.00



Please detach here and return this portion with your payment.

DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY

MI 48098

Customer ID 000015527 AR Cat: 8002

AOL LLC  
General Post Office  
PO Box 5696  
New York, NY 10087-5696

Contract Number 001  
Invoice Number 225243  
Invoice Date 06/20/2007  
Total Amount Due 44,846.00



**INVOICE**  
For Billing Inquiries 877-265-0823  
Email SSCsupport@corp.aol.com  
Tax ID# 20-4268793

REG NO  
AOL LLC  
General Post Office  
PO Box 5696  
New York, NY 10087-5696

DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY

MI 48098

Invoice Number 226220  
Invoice Date 06/20/2007  
Contract Number

Customer ID	Payment Terms	PAGE: 1
000015527	NET 30	
Description	Amount	
=====	=====	
GROSS AMOUNT:	46,979.50	
-----	-----	
AOL Accounts Invoice Covers: Mar 1 10:00 AM-Apr 1 9:59:59AM Prior Months Active Accounts 11,452 Less Prior Months Cancels (594) Current Months Registrations 196 Total Active Accounts 11,054 @ #4.25 \$46979.50 CSR 062007 RS ****DO NOT MAIL***** NET AMOUNT:	46,979.50	
-----	-----	
INVOICE TOTAL DUE PAYABLE IN USD	46,979.50	



Please detach here and return this portion with your payment.

DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY

MI 48098

Customer ID 000015527 AR Cof: 8002

AOL LLC  
General Post Office  
PO Box 5696  
New York, NY 10087-5696

Contract Number  
Invoice Number 226220  
Invoice Date 06/20/2007  
Total Amount Due 46,979.50





**INVOICE**  
For Billing Inquiries 877-285-0823  
Email SSCsupport@corp.aol.com  
Tax ID# 20-4268793

Contract  
Invoice  
General Post Office  
PO Box 5696  
New York, NY 10087-5696

DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY

MI 48098

Invoice Number 225222  
Invoice Date 06/25/2007  
Contract Number 01

Customer ID	Payment Terms	PAGE: 1
000015527	NET 30	
Description		Amount
=====		=====
GROSS AMOUNT:		48,671.00
-----		-----
AOL Accounts Invoice Covers: Feb1 20:00 AM - Mar1 9:59:59AM Prior Months Active Accounts 12,628 Less Prior Month Cancels (1470) Current Months Registrations 294 Total Active Accounts : 11,452 @ \$4.25 \$48671.00 CSR 062007 RS **** DO NOT MAIL**** NET AMOUNT:		48,671.00
INVOICE TOTALS PAYABLE IN USD		48,671.00



Please detach here and return this portion with your payment.

DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY

MI 48098

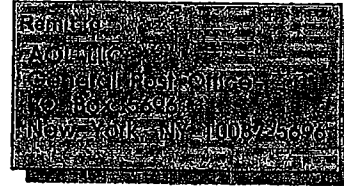
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AOL LLC  
General Post Office  
PO Box 5696  
New York, NY 10087-5696

Contract Number  
Invoice Number 225222  
Invoice Date 06/25/2007  
Total Amount Due 48,671.00



**INVOICE**  
For Billing Inquiries 877-265-0823  
Email SSCsupport@corp.aol.com  
Tax ID# 20-4268793



DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY MI 48098

Invoice Number 226806  
Invoice Date 07/10/2002  
Contract Number 0

Customer ID	Payment Terms	PAGE: 1
000015527	NET 30	
Description		Amount
=====		
GROSS AMOUNT:		41,033.75
AOL Accounts:		
Prior Months Accounts Active as of bill cycle		
Date 10,224		
Less Prior Months Cancels as of bill cycle		
Date (605)		
Current Months Registrations as of bill cycle		
Date 36		
Total Active Account as of bill cycle date		
9655 @ \$4.25 Total: \$41033.75		
CSR 070907 RS		
NET AMOUNT:		41,033.75
=====		
INVOICE TOTALS PAYABLE IN USD		41,033.75



Please detach here and return this portion with your payment.

DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY MI 48098

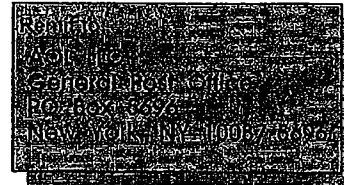
Customer ID 000015527 AR Cat: 8002

AOL LLC  
General Post Office  
PO Box 5696  
New York, NY 10087-5696

Contract Number 0  
Invoice Number 226806  
Invoice Date 07/10/2002  
Total Amount Due 41,033.75



**INVOICE**  
For Billing Inquiries 877-265-0823  
Email SSCsupport@corp.aol.com  
Tax ID# 20-4268793



DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY

MI 48098

Invoice Number

Invoice Date

Contract Number

Customer ID	Payment Terms	PAGE: 1
000015527	NET 30	
Description		Amount
=====		
GROSS AMOUNT:		38,551.75
-----		
AOL Accounts Prior Months Accounts Active as of Bill Cycle Date 9655.00, Less Prior Months Cancels as of Bill Cycle Date (595.00), Current Months Registrations as of Bill Cycle Date 11.00 Total Accounts Active as of Bill Cycle Date 9071.00 @ \$4.25 Payment Due for Active Accounts to AOL \$38551.75 CSR 081407 RS		
NET AMOUNT:		38,551.75
=====		
INVOICE TOTALS - PAYABLE IN FULL		



Please detach here and return this portion with your payment.

DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY

MI 48098

Customer ID 000015527

AR Cat: 8002

AOL LLC  
General Post Office  
PO Box 5696  
New York, NY 10087-5696

Contract Number

Invoice Number

Invoice Date

Total Amount Due



**INVOICE**  
For Billing Inquiries 877-265-0823  
Email SSCsupport@corp.aol.com  
Tax ID# 20-4268793

Remit to:  
AOL LLC  
General Post Office  
PO Box 5696  
New York, NY 10087-5696

DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY

MI 48098

Invoice Number

Invoice Date

Contract Number

Customer ID	Payment Terms	PAGE: 1
000015527	NET 30	
Description		Amount
=====		
GROSS AMOUNT:		37,204.50
-----		
AOL Accounts Invoice Covers: Aug 1 10:00AM -Sep 1 9:59:59AM Prior Months Accounts Active - 9,071 Less Prior Months Cancels - (352) Current Months Registrations - 35 Total Accounts Active - 8,754 Payment Due for Active Accounts to AOL 8,754 accounts @ \$4.25 for \$37,204.50 CSR 091807 JS		
NET AMOUNT:		37,204.50
-----		
INVOICE TOTALS PAYABLE IN USD		37,204.50



Please detach here and return this portion with your payment.

DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY

MI 48098

Customer ID 000015527

AR Cat: 8002

AOL LLC  
General Post Office  
PO Box 5696  
New York, NY 10087-5696

Contract Number

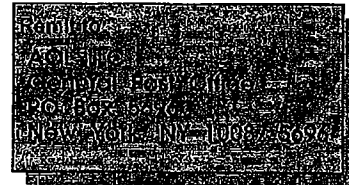
Invoice Number

Invoice Date

Total Amount Due



**INVOICE**  
For Billing Inquiries 877-265-0823  
Email SSCsupport@corp.aol.com  
Tax ID# 20-4268793



DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY

MI 48098

Invoice Number

Invoice Date

Contract Number

Customer ID	Payment Terms	PAGE: 1
000015527	NET 30	
DESCRIPTION		Amount
=====		
GROSS AMOUNT:		35,368.50
-----		
AOL Accounts Invoice Covers: Sep 1 10:00 AM - Oct 1 9:59 AM Prior Months Accounts Active 8,754 Less Prior Months Cancels (450) Current Months Registrations 18 Total Accounts Active as of Bill Cycle Date 8,322 @ \$4.25 Payment Due for Active Accounts to AOL \$35,368.50 BR 110207 JS DELPHI		
NET AMOUNT:		35,368.50
-----		
INVOICE TOTALS PAYABLE IN USD		35,368.50



Please detach here and return this portion with your payment.

DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY

MI 48098

Customer ID 000015527

AR Cat: 8002

AOL LLC  
General Post Office  
PO Box 5696  
New York, NY 10087-5696

Contract Number

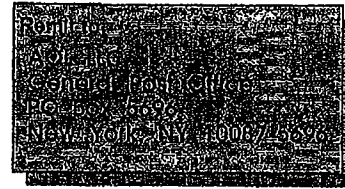
Invoice Number

Invoice Date

Total Amount Due



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DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY

MI 48098

Invoice Number

21000

Invoice Date

01/11/2008

Contract Number

01000000000000000000

Customer ID	Payment Terms	PAGE: 1
000015527	NET 30	
Description		Amount
=====		
GROSS AMOUNT:		31,982.00
-----		
AOL Accounts		
Invoice Covers: Nov 1 10:00 AM- Dec 1 9:59:59AM		
as of Bill Cycle		
Prior Months Accounts Active - 7,963		
Less Prior Months Cancels - (471)		
Current Months Registrations 12		
Total Accounts Active - 7,504 @ \$4.25		
Payment Due for Active Accounts - \$31,892.00		
DELPHI 11708 JS IBB		
NET AMOUNT:		31,982.00
=====		
INVOICE TOTALS PAYABLE IN US\$		31,982.00



Please detach here and return this portion with your payment.

DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY

MI 48098

Customer ID 000015527

AR Cat: 8002

AOL LLC  
General Post Office  
PO Box 5696  
New York, NY 10087-5696

Contract Number

01000000000000000000

Invoice Number

21000

Invoice Date

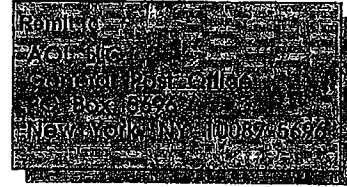
01/11/2008

Total Amount Due

31,982.00



For Billing Inquiries 877-265-0823  
Email SSCsupport@corp.aol.com  
Tax ID# 20-4268793



DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY

MI 48098

Invoice Number

247096

Invoice Date

01/17/2006

Contract Number

0

Customer ID	Payment Terms	PAGE: 1
000015527	NET 30	
Description		Amount
=====		=====
GROSS AMOUNT:		33,842.75
-----		-----
Invoice Covers: Oct 1 10:00 AM- Nov 1 9:59:59AM		
AOL Accounts		
as of Bill Cycle Date		
Prior Months Accounts Active - 8,322		
Less Prior Months Cancels - (397)		
Current Months Registrations - 38		
Total Accounts Active - 7,963 @ \$4.25		
Payment Due for Active Accounts - \$33,842.75		
DELPHI 11708 JS IBB		
NET AMOUNT:		33,842.75
=====		=====
INVOICE TOTALS PAYABLE IN USD		33,842.75



Please detach here and return this portion with your payment.

DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY

MI 48098

Customer ID 000015527

AR Cat: 8002

AOL LLC  
General Post Office  
PO Box 5696  
New York, NY 10087-5696

Contract Number

0

Invoice Number

247096

Invoice Date

01/17/2006

Total Amount Due

33,842.75



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DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY

MI 48098

Invoice Number

Invoice Date

Contract Number

Customer ID	Payment Terms	PAGE: 1
000015527	NET 30	
Description		Amount
=====		
GROSS AMOUNT:		30,098.50
-----		
Invoice Covers: Dec 1 10:00 AM- Jan 1 9:59:59AM		
AOL Accounts		
as of Bill Cycle Date		
Prior Months Accounts Active - 7,504		
Less Prior Months Cancels - (470)		
Current Months Registrations - 48		
Total Accounts Active - 7,082 @ \$4.25		
DELPHI 012808 JS MISC		
NET AMOUNT:		30,098.50
=====		
INVOICE TOTALS PAYABLE IN USD		30,098.50



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DELPHI  
ATTN : EVELYN JESTER  
5725 DELPHI DRIVE  
MAIL CODE 483-400-606  
TROY

MI 48098

Customer ID 000015527 AR Cat: 8002

AOL LLC  
General Post Office  
PO Box 5696  
New York, NY 10087-5696

Contract Number

Invoice Number

Invoice Date

Total Amount Due